The Constitution of the United States provides (Art. 4, § 1) that each state shall give full faith and credit to the judicial proceedings of every other state, and this provision is confirmed and its operation extended by act of Congress (U. S. Comp. Stat., § 905), so that the courts of the United States are bound in the same manner as the courts of the several states. Chief Justice MARSHALL laid down the doctrine that the judgment of a court of one state should be given the same validity and effect in the courts of every other state as it had in the state where pronounced. *Hampton* v. *McConnel,* 3 Wheat. 234, 4 L. Ed. 378. The case of *Wisconsin* v. *Pelican Ins. Co.,* 127 U. S. 265, 8 Sup. Ct. 1370, 32 L. Ed. 239, upon which the dissenting judges place much reliance, holds, among other things, that judgments of the courts of one state when proved in the courts of another state are not "reëxaminable on their merits, nor impeachable for fraud in obtaining them, if rendered by a court having jurisdiction of the cause and of the parties." To the same effect is *Hanley* v. *Donoghue,* 116 U. S. 1. In the principal case no question is raised as to the jurisdiction of the Missouri court over the cause and the parties. Accordingly it would seem that the Mississippi court erred in looking behind the judgment of the Missouri court to the transactions which gave rise to the cause of action, and that the judgment of the court in the principal case was right.

CORPORATIONS—PROMOTERS—SALES TO CORPORATION.—Defendant and another organized plaintiff corporation, and, while they owned all the stock, sold certain property in which they were interested to said corporation at a large profit. At the same time they increased the stock of said corporation from forty to one hundred and fifty thousand shares, twenty thousand of which shares were sold to the public. *Held,* that the corporation could not rescind the sale or recover the profits made by the defendant. *Old Dominion Copper Mining & Smelting Co.* v. *Lewisohn et al.* (1908), — N. Y. —, 210 U. S. 206, 28 Sup. Ct. 634.

The court rests its decision on the ground that, since at the time of the sale, all of the stockholders knew the facts and acted with one accord, there was no fraud on the corporation. There is no obligation on a promoter to disclose dealings before he became a promoter. *McElhenny's Appeal,* 61 Pa. St. 188. When the same parties are on both sides of a bargain, they may issue as much stock as they please to themselves in exchange for their property. *Tompkins* v. *Sperry, Jones & Co.,* 96 Md. 560, 54 Atl. 254. Promoters are not liable to the corporation when they are the only stockholders during the existence of the corporation. *Salomon* v. *Salomon & Co.* (1897), L. R. App. Cas. 22. Directors who own all the stock of a corporation are not within the rule prohibiting persons in a fiduciary relation from contracting for their own advantage in the name of the beneficiaries, and such a contract made in the name of the corporation by the unanimous consent of the directors is not invalid as against public policy. *McCracken* v. *Robison,* 57 Fed. 375. The English case

relied on by the plaintiff was that of *Erlanger* v. *New Sombrero Phosphate Co.*, L. R. 3 App. Cas. 1218, but the court in the principal case differentiates that case on the ground of a difference in the facts. In that case the promoters became the incorporators of the corporation, but made the sale before complete organization, and then sold to the public. Plaintiff also relied upon the Massachusetts case of *Old Dominion Copper Mining & Smelting Co.* v. *Bigelow,* 188 Mass. 315, 108 Am. St. 479, 74 N. E. 653, holding, on the same state of facts as in the principal case, that a promoter stands in a fiduciary relation to a corporation formed by his promotion, and if he buys property personally with a view to selling it to the corporation, and sells it to the corporation at an advance, he is bound to disclose all material facts relating to the property, or to see that the corporation has adequate independent advice; the knowledge of defendant and Lewisohn was not equivalent to a disclosure to plaintiff corporation. The court in the principal case declined to follow this latter decision.

DISCOVERY—PERSONAL INJURIES—POWER OF COURT TO COMPEL PHYSICAL EXAMINATION OF PLAINTIFF.—Where the plaintiff sued for personal injuries alleged to have been sustained through the negligence of the defendant, *held,* that the court has no power, in the absence of statute, to compel the plaintiff to submit to a physical examination by a physician before trial. *Larson* v. *Salt Lake City* (1908), — Utah —, 97 Pac. 483.

The case is one of first impression in Utah, and the decision places the court squarely among the minority of the state courts in which the question has been adjudicated. Massachusetts, Illinois and Texas support the view taken in the principal case. The opposite doctrine obtains in Alabama, Arkansas, Georgia, Iowa, Minnesota, Missouri, Ohio, Pennsylvania, Washington, Wisconsin, Indiana, Kansas, Michigan and North Dakota. See for full discussion of the question: 1 MICH. L. REV., pp. 193, 277, 669; 2 Id., pp. 321, 47; 3 Id., p. 160; 14 CYC. 364, 5 CUR. LAW 1022 The federal courts are with the minority. *Union Pac. Ry. Co.* v. *Botsford,* 141 U. S. 250; *Ill. Cent. Ry. Co.* v. *Griffin,* 80 Fed. 278. The courts which uphold the right of the court to compel examination take the position that since the plaintiff has the right to offer the testimony of friendly physicians upon trial, to deny the defendant an equal opportunity is a manifest injustice. *Schroeder* v. *C. R. I. & P. R. R. Co.,* 47 Ia. 375. The court in the principal case says: "To say that the action of the courts may be invoked whenever the exercise of a power will promote justice, is to say that courts are self constituting and their power self created." And, while recognizing the injustice that may result from the inability of the court to execute such an order, the decision is based upon the ground that its enforcement would be a direct usurpation of legislative function. Statutes granting the right in question have been held constitutional. *McGovern* v. *Hope,* 63 N. J. L. 76; *Lyon* v. *Manhattan Ry. Co.,* 142 N. Y. 298, 25 L. R. A. 402.